

Mediation Centre PE
(NPC Registration No 2017/393786/07)

Constitution

1. **NAME**

The name of the Association is the Mediation Centre PE.

The Association is a public not for profit, public benefit organisation, the object of which is to transform the way people resolve conflict. The Association is a body corporate with its own legal identity.

2 **OBJECTIVES**

The aims and objectives of the Association are:

1. to promote alternative dispute resolution through the use of regulated mediation;
2. To provide on-going training, to promote transformation, and to provide a network platform through which members and the public can interact;
3. to create public awareness of and access to mediation as the desired mechanism for conflict resolution.

4. to initiate, consider, promote, support, oppose or endeavour to modify relevant legislation, reforms in law, procedure and the administration of justice;
5. to strive towards the achievement of a legal dispensation that is fair, just, equitable, certain and free from unfair discrimination, and to promote access to justice which is speedy and affordable;
6. to nominate, elect, appoint or delegate persons to represent mediation at any conference or meeting or on any commission, advisory body, committee, commission of enquiry or similar body or proceeding established, convened or instituted by any government or other authority, institution or organization, whether of a public or private character, for the purpose of considering any matter relating to mediation issues, including practice, procedure or the administration of justice or any other matter, of whatever nature falling within the scope of the objectives of the Association;
7. to take up membership of or otherwise to co-operate with any other organization or body whether within or outside the Republic of South Africa, including organizations or bodies of an international character, and without derogating from the generality of the foregoing, to combine, affiliate or merge with any other organization or body of similar nature to its own and having objects similar to and reconcilable with its own, whether or not its field of operations extend beyond the borders of the Republic of South Africa as they may from time to time be established;

3. MEMBERSHIP

Membership of the Mediation Centre includes legal practitioners and other professionally accredited mediators who have fulfilled the criteria and qualifications laid down by the Association at its Annual General Meeting and who have paid the annual subscription fees.

4. CODE OF ETHICS

All members of the Association shall abide by the Code of Practice determined by the Association, including but not limited to the code of practice standards prescribed by Unashamedly Ethical as well as the South African Dispute Settlement Accreditation Council (DiSAC).

5. MANAGEMENT

5.1. The affairs of the Mediation Centre shall be managed by the Executive Committee consisting of a Chairperson, Secretary and Treasurer and three additional members.

5.2. The office-bearers and the members of the Committee shall be nominated and elected annually at the Annual General Meeting of the Association with a maximum of six persons.

5.3.The quorum for Committee meetings shall be fifty per cent (50%) plus one, of the appointed members;

5.4.If within fifteen (15) minutes after the time appointed for the meeting, a quorum is not present, the meeting shall stand adjourned to a day not earlier than seven (7) calendar days and not later than twenty-one (21) calendar days after the date of the meeting and if at such adjourned meeting a quorum is not present within fifteen (15) minutes after the time appointed for the meeting, the members present shall be a quorum;

5.5.Where a meeting has been adjourned as aforesaid, the Secretary of the Committee shall within three (3) calendar days of the adjourned meeting give written notice of the date, time and place to which the meeting has been adjourned;

5.6.In the event of a member of the Committee resigning or failing to attend two (2) consecutive meetings of the Committee without tendering an apology, such member shall be deemed to have resigned. That member shall be replaced by another member willing to serve

5.7.The Committee shall have the power to further the aims and objectives of the Mediation Centre and generally to exercise control over the interests of the Mediation Centre

6. GENERAL MEETINGS

6.1. An Annual General Meeting of the Association shall be held before 30 June of each year;

6.2. A Special General Meeting shall be held on a written request wherein the purpose of the meeting shall be set out, signed and submitted to the Secretary by the majority of the members of the Committee.

6.3. The quorum for General Meetings shall be four members;

6.4. The Chairperson or if absent, the Secretary, shall act as Chairperson at such General Meeting;

6.5. The Chairperson may prescribe all other procedures to be followed at any meeting.

6.6. The Secretary shall cause a record of the proceedings at all Committee, General and Special meetings to be maintained in a Minute Book.

7. MEMBERSHIP FEES

No member serving on the management committee shall serve unless his or her annual membership fees have been fully paid up.

The annual membership fees are currently two hundred rand (R200.00) per annum.

8. FINANCES

8.1.The Association has opened a banking account at ABSA bank. Signing powers shall be exercised by any two of the Treasurer, Chairperson and Secretary;

8.2.All monies received on behalf of the Association shall be paid into the appropriate banking account as soon as reasonably possible after receipt, and proper books of account shall be maintained reflecting income and expenditure.

8.3.The Treasurer shall prepare a statement of income and expenditure and cash on hand as and when required by the Committee, and shall in addition prepare an income and expenditure account and balance sheet for submission to the Annual General Meeting, as well as to the Executive Committee, annually. The accounts and balance sheet for submission to the Annual General Meeting shall be signed by the Auditor;

8.4.The Committee shall have the power to transfer available funds to and from the current and investment accounts to enable the Committee of the Association to achieve the aims and objectives.

9. SOUTH AFRICAN REVENUE SERVICES

9.1.The activities of the organisation are carried on in a non-profit manner and with an altruistic or philanthropic intent.

- 9.2.No activity will directly or indirectly promote the economic self-interest of any fiduciary or employee of the organisation otherwise than by reasonable remuneration.
- 9.3.At least three persons who accept fiduciary responsibility for the public benefit organisation will not be connected persons in relation to each other, and no single person directly or indirectly controls the decision making powers relating to such organisation.
- 9.4.The funds of the public benefit organisation will be used solely for the objects for which it was established.
- 9.5.No funds will be distributed to any person (other than in the course of undertaking any public benefit activity).
- 9.6.A copy of all amendments to the constitution will be submitted to the Commissioner for the South African Revenue Service.
- 9.7.The public benefit organisation will not be a party to, or does not knowingly permit, or has not knowingly permitted, itself to be used as part of any transaction, operation or scheme of which the sole or main purpose is the reduction, postponement or avoidance of any tax, duty or levy which, but for such transaction, operation or scheme, would have been or would have become payable by any person under the Income Tax Act No 58 of 1962 (the Act), or any other Act administered by the Commissioner.
- 9.8.No resources will be used, directly or indirectly, to support advance or oppose any political party.
- 9.9.No remuneration will be paid to any employee, office bearer, member or other person which is excessive, having regard to what is generally considered reasonable in the sector and in relation to the service rendered and has not and will not economically benefit any person in a manner which is not consistent with its objectives.
- 9.10.No donation will be accepted which is revocable at the instance of the donor for reasons other than a material failure to conform to the designated purposes and conditions of such donation, including any misrepresentation with regard to the tax deductibility thereof in terms of section 18A: Provided that a donor (other than a donor which is an approved public benefit organisation or an

institution, board or body which is exempt from tax in terms of of section10(1)(cA)(i), which has as its sole or principal object the carrying on of any public benefit activity) may not impose any conditions which could enable such donor or any connected person in relation to such donor to derive some direct or indirect benefit from the application of such donation.

10. AMENDMENT OF CONSTITUTION

The Constitution may be amended by the decision of a two-thirds majority of members present at a duly constituted Annual or Special General Meeting provided the notice of the proposed amendment was contained in the notice convening the meeting. The amended Constitution shall first be ratified by the Executive Committee before it takes effect.

11. DISSOLUTION

On dissolution of the Mediation Centre, the remaining assets will be transferred to –

- i) A public benefit organisation which has been approved in terms of section 30 of the Act,
- ii) Any institution, board or body which is exempt from the payment of income tax in terms of section 10(1)(cA)(i) of the Act, which has as its sole or principal object the carrying on of any public benefit activity; or
- iii) Any department of state or administration in the national or provincial or local sphere of government of the Republic, contemplated in section 10(1)(a) or (b) of the Act